

Luc A. Despins (LD 5141)
Scott A. Edelman (SE 5247)
MILBANK, TWEED, HADLEY & McCLOY LLP
1 Chase Manhattan Plaza
New York, NY 10005
(212) 530-5000
Counsel for Official Committee
Of Unsecured Creditors
Of Refco, Inc., et al.

Mary L. Johnson (MJ 5500)
SHEPPARD, MULLIN, RICHTER & HAMPTON LLP
30 Rockefeller Plaza, 24th Floor
New York, NY 10112
Tel: 212 332-3800
Fax: 212 332-3888
Counsel for Ingram Micro Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

REFCO INC., et al.,

Debtors.

Chapter 11

Case No. 05-60006 (RDD)
(Jointly Administered)

**STIPULATION AND ORDER RE SUPPLEMENTAL
MOTION OF OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR ORDER, UNDER 11 U.S.C. § 1103(C) AND BANKRUPTCY RULE 2004,
DIRECTING PRODUCTION OF DOCUMENTS BY INGRAM MICRO INC.**

The Official Committee of Unsecured Creditors of Refco, Inc., together with its predecessors and affiliates and its affiliated debtors and debtors in possession (the “Committee”), and Ingram Micro Inc. (“Ingram”), by and through their respective counsel, hereby agree and stipulate as follows:

WHEREAS, the Committee filed and served its Supplemental Motion for an Order, Under 11 U.S.C. § 1103(c) and Bankruptcy Rule 204, Directing Production of Documents By Certain Persons (the “Supplemental Motion”), including Ingram, on May 23, 2006; and

WHEREAS, the deadline for objections, if any, to the Supplemental Motion, is June 5, 2006 at 5:00 p.m.; and

WHEREAS, the hearing date for the Supplemental Motion is June 8, 2006 at 10:00 a.m.; and

WHEREAS, the Committee and Ingram, without waiving any of their respective rights to production or objections to production of documents, desire to reach an agreement about the nature and scope of Ingram’s production of documents under the Supplemental Motion;

THEREFORE, the Committee and Ingram agree that:

1. Without waiving or prejudicing its right to seek the production of any additional documents from Ingram, the Committee will and hereby does limit the scope of its request for the production of documents from Ingram under the Supplemental Motion to all documents that Ingram has provided to the SEC, any Committee of Congress, any federal, state or other regulatory authority or agency, any grand jury, or in any litigation or arbitration concerning Refco or RGHI, as those terms may be defined in Exhibit C to the Schedule of Documents attached to the Proposed Order submitted by the Committee as Exhibit A in support of the Supplemental Motion.

2. Subject to any Order of the Court, and without waiving or prejudicing its right to object to the production of any additional documents sought by the Committee, and further without waiving or prejudicing its right to object based upon privilege, confidentiality, or

any other grounds permitted by law, Ingram agrees to produce to the Committee all documents that Ingram has provided to the SEC, any Committee of Congress, any federal, state or other regulatory authority or agency, any grand jury, or in any litigation or arbitration concerning Refco or RGHI, as those terms may be defined in the Exhibit C to the Schedule of Documents attached to the Proposed Order submitted by the Committee as Exhibit A in support of the Supplemental Motion.

3. Unless otherwise agreed by the Committee and Ingram in writing, and subject to any other Order of the Court, the Committee and Ingram agree that the production, use and disclosure of any documents produced by Ingram in response to the Supplemental Motion, as amended by this Stipulation, shall be governed by the terms of the Protective Order Governing The Production And Use Of Confidential Material dated April 26, 2006.

Dated: June 5, 2006

MILBANK, TWEED, HADLEY & McCLOY LLP

By /s/ Scott A. Edelman
Luc A. Despins (LD 5141)
Scott A. Edelman (SE 5247)
1 Chase Manhattan Plaza
New York, NY 10005
(212) 530-5000
Counsel for Official Committee
Of Unsecured Creditors
Of Refco, Inc., et al.

Dated: June 5, 2006

SHEPPARD, MULLIN, RICHTER & HAMPTON LLP

By /s/ Mary L. Johnson
Mary L. Johnson (MJ 5500)
30 Rockefeller Plaza, 24th Floor
New York, NY 10112
Tel: 212 332-3800
Fax: 212 332-3888
Counsel for Ingram Micro Inc.

SO ORDERED:

Dated: June 9, 2006
New York, New York

/s/ Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE